LUDWIG JOHN J

Form 4

February 05, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * LUDWIG JOHN J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

(Middle)

BRIGHTPOINT INC [CELL]

(Check all applicable)

C/O BRIGHTPOINT, INC., 7635

3. Date of Earliest Transaction

(Month/Day/Year) 02/03/2010

Director 10% Owner __X__ Other (specify Officer (give title below) below)

EVP & CFO Brightpoint Americas

INTERACTIVE WAY, SUITE 200

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

INDIANAPOLIS, IN 46278

(City)	(State) (Z	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				
Common Stock	02/03/2010		M	4,034	A	\$ 0	9,034	D			
Common Stock	02/03/2010		F	1,511	D	\$ 6.11	7,523	D			
Common Stock	02/03/2010		M	3,334	A	\$0	10,857	D			
Common Stock	02/03/2010		F	1,249	D	\$ 6.11	9,608	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number ion f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (1)	02/03/2010	M	4,034	(2)	(2)	Common Stock	4,034	\$
Restricted Stock Units	\$ 0 (1)	02/03/2010	M	3,334	(3)	(3)	Common Stock	3,334	\$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LUDWIG JOHN J C/O BRIGHTPOINT, INC. 7635 INTERACTIVE WAY, SUITE 200 INDIANAPOLIS, IN 46278

EVP & CFO Brightpoint

Americas

Signatures

/s/ Steven E. Fivel, Attorney-in-Fact 02/05/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Registrant's common stock.
- (2) These are performance-based RSUs that were determined to be earned in February 2010. Of these RSUs, 4,034 vested on 2/3/2010 and 4,033 will vest on each of 2/3/2011 and 2/3/2012.

Reporting Owners 2

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(3) These are performance-based RSUs that were determined to be earned in February 2010. Of these RSUs, 3,334 vested on 2/3/2010 and 3,333 will vest on each of 2/3/2011 and 2/3/2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.